

**CYBERFUELS HOLDING COMPANY, INC.
AND SUBSIDIARIES**

**CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)**

December 31, 2025 and June 30, 2025

**CYBERFUELS HOLDING COMPANY, INC.
AND SUBSIDIARIES**

December 31, 2025 and June 30, 2025

CONSOLIDATED FINANCIAL STATEMENTS

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PYBUS & COMPANY, P.A.

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To Management:

CyberFuels Holding Company, Inc. and Subsidiaries
Palm Beach Gardens, FL

Management is responsible for the accompanying consolidated financial statements of CyberFuels Holding Company, Inc. and subsidiaries (a corporation), which comprise the consolidated balance sheets as of December 31, 2025 and June 30, 2025 and the related consolidated statements of operations and changes in stockholders' equity and cash flows for the six months ended December 31, 2025 and 2024, and the related notes to the financial statements in accordance with accounting principles generally accepted in the United States of America. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the consolidated financial statements nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. We do not express an opinion, a conclusion, nor provide any assurance on these consolidated financial statements.

We are not independent with respect to CyberFuels Holding Company, Inc. and Subsidiaries.

Pybus & Company, P.A.

Pybus & Company, P.A.
Stuart, FL
February 4, 2026

CyberFuels Holding Company, Inc. and Subsidiaries
Consolidated Balance Sheets
(unaudited)

ASSETS	<u>December 31, 2025</u>	<u>June 30, 2025</u>
Current Assets		
Cash	\$ 32,537	\$ 83,925
Accounts receivable, net	149,624	132,547
Total Current Assets	<u>182,161</u>	<u>216,472</u>
 Land, Property and Equipment, net of depreciation	 35,077,308	 35,078,558
Other Assets		
Deposits	8,515	8,515
Investment in joint venture	595,900	595,900
Intangibles, net of amortization	721,182	758,824
Total Other Assets	<u>1,325,597</u>	<u>1,363,239</u>
 TOTAL ASSETS	 <u>\$ 36,585,066</u>	 <u>\$ 36,658,269</u>
LIABILITIES & STOCKHOLDERS' EQUITY		
Current Liabilities		
Accounts payable and accrued expenses	\$ 3,245,707	\$ 3,227,210
Deferred revenues	-	31,688
Mortgage note payable	30,165,476	29,796,712
Short-term loans from shareholders	383,000	66,000
Convertible note payable - related party	275,120	273,072
Note payable - related party	808,615	926,892
TOTAL LIABILITIES	<u>34,877,918</u>	<u>34,321,574</u>
 Commitments and Contingencies	 -	 -
 Preferred stock, par value \$.001, 20,000,000 shares authorized, and 0 issued.	 -	 -
Common stock, par value \$.001, 230,000,000 shares authorized, 104,465,118 and 101,255,675, issued and outstanding at December 31, 2025 and June 30, 2025, respectively	104,464	101,255
Additional paid-in capital	50,836,385	48,430,536
Common stock to be issued	223,773	221,273
Accumulated deficit	(49,457,475)	(46,416,369)
Total Stockholders' Equity	<u>1,707,148</u>	<u>2,336,695</u>
 TOTAL LIABILITIES & STOCKHOLDERS' EQUITY	 <u>\$ 36,585,066</u>	 <u>\$ 36,658,269</u>

See accompanying notes and accountants' compilation report

CyberFuels Holding Company, Inc. and Subsidiaries
Consolidated Statements of Operations
(unaudited)

	For the Six Months Ended	
	December 31, 2025	December 31, 2024
Revenues		
Additive sales and service	\$ 20,379	\$ 78,053
Dredging and throughput income	494,683	470,197
Other revenues	193,792	250,911
Total Revenues	<u>708,854</u>	<u>799,161</u>
Cost of goods sold	<u>81,779</u>	<u>139,181</u>
Gross Profit	627,075	659,980
Expenses		
General and administrative	238,066	590,871
Employee compensation and benefits	1,652,079	361,075
Professional fees & consulting	729,799	942,740
Total Expenses	<u>2,619,944</u>	<u>1,894,686</u>
(Loss) from Operations	<u>(1,992,869)</u>	<u>(1,234,706)</u>
Other Income (Expenses)		
Other Interest expense	(39,455)	(46,171)
Interest expense on mortgage note	(1,038,224)	(1,078,144)
Other income	29,443	70,290
Total Other Income (Expense)	<u>(1,048,236)</u>	<u>(1,054,025)</u>
Net (Loss) Before Provision for Income Taxes	<u>(3,041,106)</u>	<u>(2,288,731)</u>
Provision for income taxes	-	-
Net (Loss)	<u>\$ (3,041,106)</u>	<u>\$ (2,288,731)</u>
Basic and Diluted Earnings (Loss) per Share	\$ (0.03)	\$ (0.02)
Weighted average number of common shares - basic and diluted	<u>102,964,337</u>	<u>99,327,977</u>

See accompanying notes and accountants' compilation report

CyberFuels Holding Company, Inc. and Subsidiaries
Consolidated Statements of Changes in Stockholders' Equity
For the Six Months Ended December 31, 2025 and December 31, 2024

(unaudited)

	Preferred stock		Common stock		Common stock to be issued	Additional paid-in capital	Accumulated deficit	Total stockholders' equity
	Shares	Amount	Shares	Amount	Amount			
Balances at June 30, 2025	-	\$ -	101,255,675	\$ 101,255	\$ 221,273	\$ 48,430,536	\$ (46,416,369)	\$ 2,336,695
Stock issued for cash			2,104,443	2,104		907,896		910,000
Stock-based compensation			1,105,000	1,105		1,460,545		1,461,650
Common stock to be issued					2,500			2,500
Contributed capital on noninterest bearing notes						37,408		37,408
Net loss for the six months ended December 31, 2025							(3,041,106)	(3,041,106)
Balances at December 31, 2025	-	\$ -	104,465,118	\$ 104,464	\$ 223,773	\$ 50,836,385	\$ (49,457,475)	\$ 1,707,148

	Preferred stock		Common stock		Common stock to be issued	Additional paid-in capital	Accumulated deficit	Total stockholders' equity
	Shares	Amount	Shares	Amount	Amount			
Balances at June 30, 2024	-	\$ -	79,778,534	\$ 79,237	\$ 542	\$ 47,023,455	\$ (42,506,686)	\$ 4,596,548
Stock issued for cash			271,040	271		177,229		177,500
Stock issued for services-third party			1,490,000	1,490		748,510		750,000
Stock-based compensation						62,500		62,500
Common stock to be issued					207,000			207,000
Reduction of common stock to be issued			(542,000)		(542)	542		
Contributed capital on noninterest bearing notes						44,153		44,153
Net loss for the six months ended December 31, 2024							(2,288,731)	(2,288,731)
Balances at December 31, 2024	-	\$ -	80,997,574	\$ 80,998	\$ 207,000	\$ 48,056,389	\$ (44,795,417)	\$ 3,548,970

80,997,574	
19,501,744	Add shares issued in excess of authorized (see Note 5)
<u>100,499,318</u>	Total common stock outstanding

See accompanying notes and accountants' compilation report.

CyberFuels Holding Company, Inc. and Subsidiaries
Consolidated Statements of Cash Flows
(unaudited)

	For the Six Months Ended	
	December 30, 2025	December 30, 2024
Cash Flows from Operating Activities		
Net (loss)	\$ (3,041,106)	\$ (2,288,731)
Adjustments to Reconcile Net Loss to Net Cash (Used in) Operating Activities		
Depreciation and amortization	38,892	38,892
Amortization of deferred loan costs	-	73,144
Contributed capital for non interest bearing note payable	37,408	44,153
Interest expense included in convertible note payable-related party	2,048	2,018
Stock based compensation	1,461,650	812,500
Changes in Operating Assets and Liabilities:		
(Increase) Decrease in accounts receivable	(17,077)	100,124
Decrease in prepaid expenses	-	5,862
Increase(decrease) in accounts payable and accrued expenses	18,498	268,398
Increase(decrease) in deferred revenues	(31,688)	(73,608)
Interest expense capitalized to mortgage note	1,038,224	1,005,000
Net Cash (Used in) Operating Activities	(493,151)	(12,248)
Cash Flows from Investing Activities:	-	-
Cash Flows from Financing Activities:		
Payments on note payable - related party	(118,277)	(97,482)
Payments on mortgage note payable	(669,460)	-
Repayment of short-term loans from shareholders	(8,000)	-
Proceeds from short-term loans from shareholders	325,000	-
Proceeds from common stock to be issued	2,500	207,000
Proceeds from shares issued for cash	910,000	177,500
Net Cash Provided by Financing Activities	441,763	287,018
Net Increase (decrease) in cash	(51,388)	274,770
Cash - Beginning of Period	83,925	8,673
Cash - End of Period	\$ 32,537	\$ 283,443
Supplemental Disclosure of Cash Flow Information:		
Cash paid for interest	\$ -	\$ -
Cash paid for taxes	\$ -	\$ -
Non-cash investing and financing activities:		
Interest capitalized to mortgage note payable	\$ 1,038,224	\$ 1,005,000

See accompanying notes and accountants' compilation report

CYBERFUELS HOLDING COMPANY, INC. AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)
December 31, 2025 and June 30, 2025

Note 1. Organization and Significant Accounting Policies

Organization and Line of Business

CyberFuels Holding Company, Inc. (“the Company”) is a Delaware corporation organized in March 2000. In July 2012, a new subsidiary of the Company was formed and incorporated in the state of Delaware by the name of Cyber Fuels, Inc. This subsidiary was formed so that the Company could pursue the alternative fuels and fuel additive markets.

Effective December 29, 2023, the Company, through three indirect subsidiaries, Tampa Bay Canal, LLC (formed in Florida 2022), CyberFuels Gateway Terminal, LLC (formed in Florida 2020), and Tampa Bay Dredging, LLC (formed in Florida 2022), acquired approximately 72 acres of land, waterways, equipment and associated businesses located at Port Tampa, Florida.

The Company has also formed CyberFuels Trading, LLC (formed in Florida in September 2025) for the express purpose of supporting the Company’s efforts to develop its fuel supply business. It is expected that the Company will match buyers and sellers of various fuel products while retaining a trading margin, net of expenses, for its services.

The Company also operates a healthcare company that provides high-tech home care services exclusively for children, including home infusion, home medical equipment, and ancillary services which was formed in 2000.

Liquidity and Management’s Plan

The Company has incurred recurring losses from operations for the period ended December 31, 2025. In response to these results, management has implemented the following steps to ensure the ongoing liquidity and viability of the Company: (1) the Company is expected to enter into a terminal related financial arrangement with a third party which includes cash payments sufficient enough to complete the debt repayment due to Seller as well as ongoing revenue and cost sharing for terminal related activities: (2) significant shareholders have continued to invest in the Company by purchasing common stock to fund continuing operations: and (3) the Company continues to develop various revenue generation opportunities including its additive sales and service revenues, the revenues acquired from its business acquisition in December 2023, and the introduction of trading income, net of expenses, earned from its newly formed fuel supply business. Management believes that the successful implementation of these initiatives will provide the Company with the necessary liquidity to continue as a going concern.

Investment in Joint Venture

In August 2015 the company entered into a joint venture. The joint venture was established to explore opportunities in advancing the company's medical division. For the periods ended December 31, 2025 and June 30, 2025 the Company’s balance in investment in joint venture was \$595,900 and \$595,900 respectively.

Principles of Consolidation

The consolidated financial statements for the periods ended December 31, 2025 and June 30, 2025 include the accounts of CyberFuels Holding Company, Inc. and its wholly owned subsidiaries; CyberFuels Inc., CyberFuels Trading, LLC., and Building Block Pediatric Home Health Services, Inc. as well as its indirect wholly owned subsidiaries Tampa Bay Canal, LLC, CyberFuels Gateway Terminal, LLC, and Tampa Bay Dredging LLC. Significant intercompany accounts and transactions have been eliminated in consolidation.

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America includes the use of estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, the actual results could differ from those estimates. Significant estimates include the valuation allowance on deferred tax assets, the valuation of stock issued for services and the accrual, included in accounts payable and accrued expenses, necessary to satisfy the liability assumed from Seller (see note 2). Actual results could differ from those estimates.

Cash and Cash Equivalents

Cash and cash equivalents include cash on hand and cash in banks. For purposes of the consolidated statements of cash flows, the Company considers all unrestricted highly liquid investments with maturities of three months or less to be cash equivalents. The Company’s cash balances as of December 31, 2025 and June 30, 2025 were \$32,537 and \$83,925, respectively, which are under the applicable FDIC insurance limits.

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Inventory

The Company's inventory is stated at the lower of cost or market using the FIFO costing method. There was no inventory on hand on December 31, 2025 and June 30, 2025. Inventory periodically exists of components and finished goods available and ready for sale in the CyberFuels, Inc. subsidiary.

Revenue Recognition

The Company recognizes revenue over the period the service is performed in accordance with Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") Topic 605, Revenue Recognition in Financial Statements. In general, ASC Topic 605 requires that four basic criteria must be met before revenue can be recognized: (i) persuasive evidence of an arrangement exists, (ii) delivery has occurred or services rendered, (iii) the fee is fixed and determinable, and (iv) collectability is reasonably assured. The Company recognizes additive revenues when products are received by customers. Dredging and throughput revenues related to the terminal are recognized in the month the services are rendered while other revenues from healthcare services are recognized when insurance reimbursements or patient payments are received. The Company's compliance with these revenue recognition policies resulted in the Company's deferral of income totaling \$0 at December 31, 2025 and \$31,688 at June 30, 2025.

Customer Concentration

For the period ended December 31, 2025, the Company had two customers from its terminal acquisition that, in the aggregate, comprised \$494,683, or 70%, of the Company's total revenue for the period. For the period ended December 31, 2024 those customers generated \$470,197, or 59%, of the Company's total revenue for that period. Each of those customers are required to utilize the Company's services as long as they continue to deliver products through the canal at Port Tampa.

The Company's accounts receivable balances totaling \$149,624 at December 31, 2025 and \$132,547 at June 30, 2025, relate to the Company's activities from its acquired terminal operations at Port Tampa, Florida. The Company has not experienced any unusual aging of its accounts receivable, typically receiving payment within 45 days of invoice date. Accordingly, the Company has determined that an allowance for doubtful accounts is not necessary as of December 31, 2025 and June 30, 2025.

Property and Equipment

Property and equipment are stated at cost and depreciated on the straight-line method over the estimated useful life of the asset, which is 3 - 15 years.

Intangible Assets

In accordance with ASC Topic 350, Intangibles, Goodwill and Other, the Company requires that intangible assets with a finite life be amortized over their life and requires that goodwill and intangible assets be reviewed for impairment annually or more frequently if impairment indicators arise.

Included in the intangible assets of \$721,182 at December 31, 2025 are certain canal customer contracts intangible assets recorded in connection with the acquisition of certain businesses (see Note 2). The canal customer contracts intangible was calculated utilizing the discounted cash flows related to the canal water rights. The Company, utilizing the discounted income approach to determine fair value, initially allocated \$752,836 of the purchase price to the canal customer contracts intangible. The Company is amortizing the canal customer contracts intangible over its 10-year expected useful life. Total accumulated amortization at December 31, 2025 and June 30, 2025 totaled \$150,568 and \$112,926, respectively.

	December 31, 2025	June 30, 2025
Canal Customer Contracts	\$752,836	\$752,836
Accumulated Amortization	(150,568)	(112,926)
Net	<u>\$602,268</u>	<u>\$639,910</u>

For the periods ended December 31, 2025 and June 30, 2025, the Company recorded amortization expense of \$37,642 and \$75,284, respectively. Also included in the intangible assets at December 31, 2025 and June 30, 2025 were \$118,914 of additive patents assigned to CyberFuels, Inc.

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Shipping and Handling Costs

We expense all shipping and handling costs as incurred. We include these costs in general and administrative expenses or cost of goods sold, depending on whether such costs are related to customer transactions, in the accompanying financial statements.

Advertising

The costs incurred for producing and communicating advertising are charged to operations as incurred. Advertising expenses for the periods ended December 31, 2025 and June 30, 2025 were \$0 and \$2,103 respectively.

Lease Accounting

In February 2016, the Financial Accounting Standards Board (FASB) issued ASU No. 2016-02, Leases (Topic 842). This guidance requires lessees to recognize leases on the balance sheet and disclose key information about leasing arrangements. ASU 2016-02 establishes a right-of-use model (ROU) that requires a lessee to recognize an ROU asset and lease liability on the balance sheet for all leases with a term longer than 12 months. The Company adopted this standard effective July 1, 2022, as required. The Company elected the “package of practical expedients,” which permits the Company not to reassess, under ASU 2016-02, prior conclusions about lease identification, lease classification and initial direct costs. The new standard also provides practical expedients for an entity’s ongoing accounting. The Company elected to utilize the short-term lease recognition exemption for all leases that qualify. This means, for those short-term leases that qualify, the Company will not recognize ROU assets or lease liabilities. The Company elected to separate lease and non-lease components for facility leases.

Fair Value of Financial Instruments

The carrying amounts reported in the balance sheet for accounts receivable, accounts payable and accrued expenses, mortgage note payable, short-term loans from shareholders, and notes payable-related party is the approximate fair value based on the short-term maturity of these instruments.

Income Taxes

The Company accounts for income taxes under FASB Codification Topic 740-10-25 (“ASC 740-10-25”) Income Taxes. Under ASC 740-10-25, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Under ASC 740-10-25, the effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

In July 2025, the One Big Beautiful Bill Act (“OBBBA”) was enacted. The OBBBA makes permanent key elements of the Tax Cuts and Jobs Act of 2017, including 100% bonus depreciation, domestic research cost expensing and the business interest expense limitation, among other tax changes. Many of the tax provisions of the OBBBA are designed to accelerate tax deductions, which could lead to lower cash tax payments or larger net operating loss carryforwards. The new legislation has multiple effective dates, with certain provisions effective in 2025 and others in the future. While the Company continues to assess the impact of the tax provisions of the OBBBA on its consolidated financial statements, the Company currently believes that the tax provisions of the legislation are not expected to have a material impact on the Company’s statement of operations.

Recent Accounting Pronouncements

ASU 2023-09, Improvements to Income Tax Disclosures (Topic 740). In December 2023, the FASB issued a new accounting standard to enhance the transparency and decision usefulness of income tax disclosures. The new standard is effective for annual periods beginning after December 15, 2025, with retrospective application permitted. There will be no impact to the Company’s consolidated balance sheets or income statements; however, there will be changes to the Company’s consolidated financial statement disclosures, primarily related to the effective tax rate reconciliation and cash paid for income taxes.

ASU 2024-3 and ASU 2025-1, Income Statement-Reporting Comprehensive Income-Expense Disaggregation Disclosures (Topic 220-40). In November 2024, the FASB issued a new accounting standard to provide investors and other users of financial statements incremental information surrounding expenses. The amendments require that a company provide further disclosures about specific costs and expenses but does not change the income statement presentation requirements. In addition, companies are required to disclose qualitative descriptions of the expense amounts remaining in the relevant expense captions that are not

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separately quantitatively disaggregated. Lastly, ASU 2024-3 requires the definition and disclosure of selling expenses, in company annual reports. These amendments are effective for annual reporting periods beginning after December 15, 2026 and for interim reporting periods beginning after December 15, 2027. There will be no impact to the Company's consolidated balance sheets or income statements, however, there will be changes to the Company's consolidated financial statement disclosures, primarily related to the tabular presentation of a more detailed disclosure of the composition of expenses included in the consolidated financial statements.

All other recent accounting pronouncements issued by FASB (including the Emerging Issues Task Force) and the AICPA did not, or are not, believed by the Company's management, to have a material impact on the Company's present or future financial statements.

Basic and Diluted Net Loss per Common Share

Net Loss per Common Share is computed pursuant to ASC Topic 260, *Earnings per Share*. Basic net loss per share is computed by dividing net loss by the weighted average number of shares of common stock outstanding during the period. Diluted net loss per share is computed by dividing net loss by the weighted average number of shares of common stock and potentially outstanding shares of common stock during each period. The convertible note payable to related party was determined to be anti-dilutive and as a result was not included in the diluted net loss per share computation.

Note 2. Acquisition

Effective December 29, 2023, the Company, through its indirect wholly owned subsidiaries, purchased approximately 72 acres of land, waterways, equipment and existing businesses. The transaction was treated as an asset acquisition, and accordingly, assets were measured using the cost accumulation model with costs allocated to acquired assets on a relative fair value basis. In connection with the transaction, the Seller agreed to provide a mortgage, secured by the properties and the businesses and a Company guarantee, in the amount of \$26,800,000. The mortgage had an initial final maturity of December 29, 2025 with a partial payment of \$18,000,000 due on or before June 26, 2024. In addition to the mortgage, the Company raised \$3.69 million in new equity from investors and issued 4,275,809 shares to the Seller with a fair value as of the effective date of \$2,775,000. In total, the Company acquired assets totaling \$35.83 million, including land and waterways with a cost of \$34.83 million, while also assuming \$2.5 million in liabilities of the Seller.

Effective September 15, 2025, the Company and the Seller executed a second amended and restated purchase money promissory note payable to the Seller. As part of the amendment, \$167,727 of accrued interest was capitalized into the principal balance of the outstanding mortgage note. Further, the cash payments for the mortgage note were modified to include \$312,239 due September 19, 2025, which the Company has paid, plus three \$7,000,000 payments each due October 15, 2025, November 15, 2025, and December 15, 2025, respectively, along with a final payment for all remaining outstanding principal and interest due on December 31, 2025.

In addition to the September 19, 2025 interest payment of \$312,239, the Company has made further interest payments totaling \$357,221. Since the inception of the mortgage note payable, the Company has paid a total of \$869,460 in interest payments to the Seller. As a result of making these payments coupled with the prospects of the consummation of a joint venture agreement, the Seller has decided not to pursue other legal avenues at this time, but may, in the future, do so.

Note 3. Land, property and equipment

Land, property and equipment is summarized as follows at December 31, 2025 and June 30, 2025:

	December 31, 2025	June 30, 2025
Land	\$ 34,831,941	\$ 34,831,941
Equipment	242,450	242,450
Office and Medical Equipment	422,984	422,984
Furniture	37,461	37,461
Automobiles	28,052	28,052
Total	35,562,888	35,562,888
Accumulated Depreciation	(485,580)	(484,330)
Net	\$ 35,077,308	\$ 35,078,558

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Depreciation and amortization expense for the periods ended December 31, 2025 and June 30, 2025 was \$1,250 and \$2,500, respectively.

Note 4. Convertible note payable, note payable and mortgage note payable

Convertible Note Payable – Related Party

The Company entered into a convertible note agreement dated July 1, 2012 with a related party for the sum of \$225,000. The note has a stated interest rate of 1.5% which is being accrued to the note. The note is convertible at any time determinable by the holder. The note has an outstanding balance at December 31, 2025 and June 30, 2025 of \$275,120 and \$273,072, respectively.

Note Payable – Related Party

A note payable with a related party was entered into by the Company with an officer of the Company for an amount of \$3,350,000, with no stated interest. An 8% interest rate was imputed. Interest expense of \$37,408 for the period ended December 31, 2025 and \$88,306 for the year ended June 30, 2025 was contributed to additional paid in capital rather than accrued interest. The loan is renewed on an annual basis. Loan repayments for the periods ended December 31, 2025 and June 30, 2025 totaled \$118,277 and \$189,597, respectively.

	Balance 06/30/2025		Repayments	Balance 12/31/2025
Total	\$926,892		(\$118,277)	\$808,615
	Balance 06/30/2024		Repayments	Balance 06/30/2025
Total	\$1,116,489		(\$189,597)	\$926,892

Mortgage note payable

As part of the asset acquisition the Company entered into an initial mortgage note payable of \$26,800,000 with the Seller. The mortgage had a final maturity of December 29, 2025, with principal payments of \$18,000,000 and \$8,800,000 due on or before June 26, 2024 and December 29, 2025, respectively. During the period ended December 31, 2025, the Company and the Seller entered into a second amended mortgage note payable agreement which restructured the payment obligations as more fully detailed in Note 2. The mortgage note is secured by the 72 acres of land, waterways, equipment and existing businesses acquired by the Company in December 2023 and a corporate guarantee by the Company. As of December 31, 2025 the mortgage note payable is past due but has not been put in default by the lender. (See note 2)

Note 5. Stockholders' equity

The Company has 230,000,000 authorized shares of common stock having a par value of \$0.001 per share. As of December 31, 2025 and June 30, 2025, there were 104,465,118 and 101,255,675 shares outstanding, respectively. Each outstanding share of common stock is entitled to one vote on corporate matters requiring a vote. Certain corporate matters, such as normal business operations are conducted by the officers of the corporation acting under direction of the board of directors. There are no other material rights of common shareholders. There are no provisions in the Company's bylaws that would delay, defer or prevent a change in control of the Issuer.

Further, the Company has also authorized 20,000,000 shares of preferred stock for which there are none outstanding as of December 31, 2025 and June 30, 2025, respectively. Terms and structure of any preferred stock offering, should there be one, will be determined during the issuance process.

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During the year ended June 30, 2025, based upon advice from legal counsel, it was determined that the Company no longer needed to reflect the par value of 19,501,744 shares as a liability and instead reclassified the par value of those shares to Common Stock while also reflecting an increase of 19,501,744 common shares outstanding within the Consolidated Statements of Changes in Stockholders' Equity. For purposes of its earnings per share computations prior to the reclassification, the Company included the 19,501,744 shares as if they were outstanding.

Shares Issued for Cash & Services

For the period ended December 31, 2025, the Company issued 2,104,443 common shares in exchange for \$910,000 of cash. For the year ended June 30, 2025 the Company issued 598,397 common shares in exchange for \$325,000 of cash.

Included in stock-based compensation are a total of 1,105,000 common shares that were issued in exchange for services during the period ended December 31, 2025 with a fair market value of \$425,150 at the date of grant. The remaining amount of additional paid-in capital related to stock-based compensation pertains to stock-based compensation expense recorded for financial reporting purposes. For the year ended June 30, 2025, the Company issued 1,669,000 common shares for services with a fair market value of \$839,500 at the date of grant.

Shares to be Issued

For the periods ended December 31, 2025 and June 30, 2025 the Company received \$2,500 and \$221,273, respectively, for shares to be issued.

Note 6. Commitments and contingencies

Employment Agreements

The Company has entered into employment agreements with various officers of the Company. Such agreements typically include various components of compensation expense including salaries, bonuses, equity grants, certain benefits, and severance payments.

Lease Agreements

The Company operates a month-to-month lease in Palm Beach Gardens, Florida for its executive offices as well as a corporate office location in Tampa, Florida under a 12-month lease which expires in April, 2026. Total rent expense for the periods ended December 31, 2025 and June 30, 2025 was \$43,507 and \$86,873, respectively.

Legal Matters

The Company is involved in lawsuits and claims that arise in the normal course of its business operations. The ultimate resolution of these matters, individually or in the aggregate, is subject to uncertainty but in the judgement of management these matters would not be considered to be material in relation to the consolidated financial statements taken as a whole.

Note 7. Subsequent events

In preparing the financial statements, the Company has evaluated events and transactions for potential recognition or disclosure through February 4, 2026 the date the financial statements were available to be issued.

CyberFuels Holding Company, Inc.

A Delaware Corporation

2401 PGA BLVD., Suite 196
Palm Beach Gardens, FL 33410

561-444-3981
www.cyberfuelsinc.com
billrobertson@cyberfuelsinc.com

Quarterly Report

For the period ended December 31, 2025 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

104,465,118 as of 12/31/2025 (Current Reporting Period Date or More Recent Date)

101,255,675 as of 6/30/2025 (Most Recent Completed Fiscal Year End)

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: No:

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: No:

Change in Control

Indicate by check mark whether a Change in Control⁵ of the company has occurred during this reporting period:

Yes: No:

⁵ "Change in Control" shall mean any events resulting in:

- (i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
- (ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
- (iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
- (iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

1) Name and address(es) of the issuer and its predecessors (if any)

In answering this item, provide the current name of the issuer and names used by predecessor entities, along with the dates of the name changes.

CyberFuels Holding Company, Inc.
Encounter Care Solutions, Inc. until August 19, 2024
Ecare Solutions, Inc. until November 13, 2000
Backgenesis, Inc. until March 21, 2000
Minimally Invasive Surgery Corporation until November 19, 1999
Galaxy Ventures, Inc. until June 23, 1998

Current State and Date of Incorporation or Registration: Delaware; December 12, 1996

Standing in this jurisdiction: (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:

None

Describe any trading suspension or halt orders issued by the SEC or FINRA concerning the issuer or its predecessors since inception:

None

List any company name change, stock split, dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

None

Address of the issuer's principal executive office:

2401 PGA BLVD., Suite 196
Palm Beach Gardens, FL 33410

Address of the issuer's principal place of business:

Check if principal executive office and principal place of business are the same address:

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

No: Yes: If Yes, provide additional details below:

2) Security Information

Transfer Agent

Name: Pacific Stock Transfer
Phone: 800-785-7782
Email: luke@pacificstocktransfer.com
Address: 6725 Via Austi Pkwy, Suite 300
Las Vegas, Nevada 89119

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol:	CBRF
Exact title and class of securities outstanding:	<u>Common</u>
CUSIP:	<u>278744107</u>
Par or stated value:	<u>\$.001</u>
Total shares authorized:	<u>230,000,000</u> as of date: <u>12/31/2025</u>
Total shares outstanding:	<u>104,465,118</u> as of date: <u>12/31/2025</u>
Total number of shareholders of record:	<u>585</u> as of date: <u>12/31/2025</u>

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

None

Other classes of authorized or outstanding equity securities that do not have a trading symbol:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	Preferred stock
Par or stated value:	\$.001
Total shares authorized:	<u>20,000,000</u> as of date: <u>12/31/2025</u>
Total shares outstanding:	<u>0</u> as of date: <u>12/31/2025</u>
Total number of shareholders of record:	<u>0</u> as of date: <u>12/31/2025</u>

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

None

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. For common equity, describe any dividend, voting and preemption rights.

Each outstanding share of common stock is entitled to one vote on corporate matters requiring a vote. Certain corporate matters, such as normal business operations, are conducted by the officers of the corporation acting under the direction of the board of directors. There are no other material rights of common shareholders.

2. For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.

None Issued.

3. Describe any other material rights of common or preferred stockholders.

None

4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.

None

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period.**

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: Yes: (If yes, you must complete the table below)

Shares Outstanding <u>Opening Balance</u> :			*Right-click the rows below and select "Insert" to add rows as needed.						
Date	Common:	Preferred:							
	07/01/2023	87,571,467							
		0							
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to. ***You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
07/19/2023	New Issuance	20,000	Common	.50	Yes	Abraham Colchado	Cash	Restricted	144
07/19/2023	New Issuance	40,000	Common	.50	Yes	Alice Axenfield Storm	Cash	Restricted	144
07/19/2023	New Issuance	60,000	Common	.50	Yes	Steven Wilson	Cash	Restricted	144
07/21/2023	New Issuance	20,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
07/21/2023	New Issuance	20,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144

08/04/2023	New Issuance	10,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
8/25/2023	New Issuance	50,000	Common	.50	Yes	David Brannon	Cash	Restricted	144
08/31/2023	New Issuance	40,000	Common	.50	Yes	Stephen Zimmerman	Cash	Restricted	144
08/31/2023	New Issuance	20,000	Common	.50	Yes	Stephen Zimmerman	Cash	Restricted	144
08/31/2023	New Issuance	40,000	Common	.50	Yes	Michael Schwartz	Cash	Restricted	144
08/31/2023	New Issuance	20,000	Common	.50	Yes	Steven Wilson	Cash	Restricted	144
09/26/2023	New Issuance	10,000	Common	.50	Yes	Thomas Sansone	Cash	Restricted	144
09/28/2023	New Issuance	20,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144
09/28/2023	New Issuance	20,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
09/28/2023	New Issuance	40,000	Common	.50	Yes	Thomas Sansone	Cash	Restricted	144
09/28/2023	New Issuance	20,000	Common	.50	Yes	Stephen Zimmerman	Cash	Restricted	144
10/20/2023	New Issuance	16,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
10/20/2023	New Issuance	40,000	Common	.50	Yes	Thomas Sansone	Cash	Restricted	144
10/20/2023	New Issuance	20,000	Common	.50	Yes	Thomas Sansone	Cash	Restricted	144
10/20/2023	New Issuance	16,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144
11/08/2023	New Issuance	10,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
11/08/2023	New Issuance	40,000	Common	.50	Yes	Michael Schwartz	Cash	Restricted	144

11/08/2023	New Issuance	10,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144
11/08/2023	New Issuance	20,000	Common	.50	Yes	Robert Weiner	Cash	Restricted	144
12/18/2023	New Issuance	8,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
12/18/2023	New Issuance	10,000	Common	.50	Yes	Stephen Zimmerman	Cash	Restricted	144
12/18/2023	New Issuance	8,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144
12/18/2023	New Issuance	30,000	Common	.50	Yes	Abraham Colchado	Cash	Restricted	144
12/29/2023	New Issuance	20,000	Common	.50	Yes	Thomas Sansone	Cash	Restricted	144
12/29/2023	New Issuance	20,000	Common	.50	Yes	Michael Schwartz	Cash	Restricted	144
12/29/2023	New Issuance	40,000	Common	.50	Yes	Stephen Zimmerman	Cash	Restricted	144
12/29/2023	New Issuance	14,000	Common	.50	Yes	Robert Weiner	Cash	Restricted	144
12/29/2023	New Issuance	30,000	Common	.50	Yes	Michael Schwartz	Cash	Restricted	144
12/29/2023	New Issuance	16,667	Common	.50	Yes	David Brannon	Cash	Restricted	144
12/29/2023	New Issuance	4,275,809	Common	.649	Yes	George Lorton	Cash	Restricted	144
12/29/2023	New Issuance	26,667	Common	.75	Yes	Howard Shapiro	Cash	Restricted	144
12/29/2023	New Issuance	4,666,667	Common	.75	Yes	Nick Tamposi	Cash	Restricted	144
12/29/2023	New Issuance	133,333	Common	.75	Yes	Ralf Schoenfelder	Cash	Restricted	144
12/29/2023	New Issuance	26,667	Common	.75	Yes	Lisa Lynn	Cash	Restricted	144

12/29/2023	New Issuance	20,000	Common	.75	Yes	Clover Bragg	Cash	Restricted	144
12/29/2023	New Issuance	34,533	Common	.75	Yes	Mark Bernhard	Cash	Restricted	144
12/29/2023	New Issuance	20,000	Common	.75	Yes	Kirk Dravidzius	Cash	Restricted	144
1/29/2024	New Issuance	28,571	Common	.70	Yes	Stephen Zimmerman	Cash	Restricted	144
2/21/2024	New Issuance	8,000	Common	.70	Yes	Thomas Sansone	Cash	Restricted	144
2/21/2024	New Issuance	66,666	Common	.75	Yes	Patricia Aldrich	Cash	Restricted	144
2/21/2024	New Issuance	36,666	Common	.55	Yes	Mike Schwartz	Cash	Restricted	144
2/22/2024	New Issuance	14,285	Common	.70	Yes	Steven Wilson	Cash	Restricted	144
2/22/2024	New Issuance	7,142	Common	.70	Yes	Stephen Zimmerman	Cash	Restricted	144
2/22/2024	New Issuance	60,000	Common	.45	Yes	Brenda Jonker	Cash	Restricted	144
3/20/2024	New Issuance	50,000	Common	.75	Yes	Robert Weiner	Cash	Restricted	144
3/21/2024	New Issuance	8,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144
3/21/2024	New Issuance	8,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
3/21/2024	New Issuance	50,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
3/25/2024	New Issuance	26,666	Common	.75	Yes	Steven Wilson	Cash	Restricted	144
3/31/2024	New Issuance	250,000	Common	.50	Yes	Kenneth Klipper Trust	Services	Restricted	144
3/31/2024	New Issuance	300,000	Common	.50	Yes	Brian Pybus	Services	Restricted	144

4/18/2024	New Issuance	25,000	Common	.32	Yes	Mike Minko	Cash	Restricted	144
4/18/2024	New Issuance	26,666	Common	.75	Yes	Jack Ackerman	Cash	Restricted	144
4/18/2024	New Issuance	25,000	Common	.32	Yes	Brenda Jonker	Cash	Restricted	144
5/21/2024	New Issuance	13,333	Common	.75	Yes	Durham Barnes	Cash	Restricted	144
5/21/2024	New Issuance	13,333	Common	.75	Yes	Jack Ackerman	Cash	Restricted	144
6/12/2024	New Issuance	50,000	Common	.60	Yes	Michael Schwartz	Cash	Restricted	144
6/26/2024	New Issuance	35,714	Common	.70	Yes	Steven Wilson	Cash	Restricted	144
6/26/2024	New Issuance	7,142	Common	.70	Yes	Abraham Colchado	Cash	Restricted	144
6/26/2024	New Issuance	14,285	Common	.70	Yes	Stephen Zimmerman	Cash	Restricted	144
6/30/2024	New Issuance	9,333	Common	.75	Yes	Jack Ackerman	Cash	Restricted	144
6/30/2024	New Issuance	10,666	Common	.75	Yes	Jack Ackerman	Cash	Restricted	144
7/15/2024	New Issuance	21,429	Common	.70	Yes	Robert Weiner	Cash	Restricted	144
8/19/2024	New Issuance	50,000	Common	.60	Yes	Michael Schwartz	Cash	Restricted	144
8/19/2024	New Issuance	760	Common	.70	Yes	Jack Ackerman	Cash	Restricted	144
8/19/2024	New Issuance	7,692	Common	.65	Yes	Mike Minko	Cash	Restricted	144
8/19/2024	New Issuance	7,692	Common	.65	Yes	Jack Ackerman	Cash	Restricted	144
9/04/2024	New Issuance	50,000	Common	.70	Yes	Steven Wilson	Cash	Restricted	144

9/12/2024	New Issuance	14,286	Common	.70	Yes	Robert Weiner	Cash	Restricted	144
9/25/2024	New Issuance	18,571	Common	.70	Yes	Robert Weiner	Cash	Restricted	144
9/27/2024	New Issuance	6,429	Common	.70	Yes	Hrach Kouladjian	Cash	Restricted	144
9/30/2024	New Issuance	25,000	Common	.70	Yes	Craig Gruskowski	Services	Restricted	144
10/17/2024	New Issuance	91,714	Common	.65	Yes	Robert Weiner	Cash	Restricted	144
11/15/2024	New Issuance	150,000	Common	.50	Yes	Brian Pybus	Services	Restricted	144
12/11/2024	New Issuance	1,315,000	Common	.50	Yes	William Robertson	Services	Restricted	144
12/11/2024	New Issuance	2,467	Common	.00	Yes	Mark Bernhard	Share adjustment from a previous purchase	Restricted	144
01/21/2025	New Issuance	42,857	Common	.70	Yes	Steven Wilson	Cash	Restricted	144
01/30/2025	New Issuance	25,000	Common	.50	Yes	Brenda Smith	Services	Restricted	144
04/29/2025	New Issuance	400,000	Common	.50	Yes	Kenneth Klipper Trust	Services	Restricted	144
05/16/2025	New Issuance	50,000	Common	.50	Yes	Michael Schwartz	Cash	Restricted	144
05/16/2025	New Issuance	37,500	Common	.40	Yes	Michael Good	Cash	Restricted	144
05/16/2025	New Issuance	11,000	Common	.50	Yes	Durham Barnes	Cash	Restricted	144
05/16/2025	New Issuance	10,000	Common	.50	Yes	David Barnhill	Cash	Restricted	144
05/30/2025	New Issuance	40,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144

06/20/2025	New Issuance	15,000	Common	.33	Yes	Stephen Zimmerman	Cash	Restricted	144
06/20/2025	New Issuance	36,000	Common	.33	Yes	Howard Shapiro	Cash	Restricted	144
06/20/2025	New Issuance	75,000	Common	.33	Yes	Harry Mittelman	Cash	Restricted	144
06/20/2025	New Issuance	10,000	Common	.50	Yes	Thomas Sansone	Cash	Restricted	144
06/20/2025	New Issuance	4,000	Common	.50	Yes	David Brannon	Services	Restricted	144
07/11/2025	New Issuance	5,000	Common	.33	Yes	Thomas Sansone	Services	Restricted	144
07/11/2025	New Issuance	150,000	Common	.33	Yes	Michael Schwartz	Cash	Restricted	144
07/11/2025	New Issuance	450,000	Common	.33	Yes	Michael Schwartz	Services	Restricted	144
07/24/2025	New Issuance	247,222	Common	.40	Yes	Robert Gesemyer	Cash	Restricted	144
08/05/2025	New Issuance	250,000	Common	.40	Yes	Kenneth Klipper Trust	Services	Restricted	144
08/25/2025	New Issuance	247,222	Common	.40	Yes	Robert Gesemyer	Cash	Restricted	144
09/12/2025	New Issuance	250,000	Common	.40	Yes	Kenneth Klipper Trust	Services	Restricted	144
09/15/2025	New Issuance	30,000	Common	.50	Yes	Michael Howell	Cash	Restricted	144
09/17/2025	New Issuance	33,333	Common	.45	Yes	Michael Schwartz	Cash	Restricted	144
09/19/2025	New Issuance	20,000	Common	.50	Yes	Stephen Zimmerman	Cash	Restricted	144
09/25/2025	New Issuance	20,000	Common	.50	Yes	Howard Shapiro	Cash	Restricted	144
09/26/2025	New Issuance	10,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144

10/7/2025	New Issuance	247,222	Common	.40	Yes	Robert Gesemyer	Cash	Restricted	144
10/29/2025	New Issuance	247,222	Common	.40	Yes	Alto Construction Company (Steve Hunt control person)	Cash	Restricted	144
10/30/2025	New Issuance	85,000	Common	.29	Yes	Harry Mittelman	Cash	Restricted	144
10/30/2025	New Issuance	15,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
10/30/2025	New Issuance	15,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144
10/30/2025	New Issuance	55,000	Common	.45	Yes	Stephen Zimmerman	Cash	Restricted	144
10/30/2025	New Issuance	150,000	Common	.50	Yes	Brian Pybus	Services	Restricted	144
11/14/2025	New Issuance	20,000	Common	.50	Yes	Mike Minko	Cash	Restricted	144
11/14/2025	New Issuance	30,000	Common	.50	Yes	Jack Ackerman	Cash	Restricted	144
11/20/2025	New Issuance	30,000	Common	.50	Yes	Brenda Jonker	Cash	Restricted	144
12/5/2025	New Issuance	50,000	Common	.50	Yes	Amy Kaneff	Cash	Restricted	144
12/11/2025	New Issuance	150,000	Common	.50	Yes	Kevin Nini	Cash	Restricted	144
12/19/2025	New Issuance	400,000	Common	.50	Yes	Robert Gesemyer	Cash	Restricted	144
12/31/2025	New Issuance	2,222	Common	.00	Yes	Howard Shapiro	Share adjustment from a previous purchase	Restricted	144

Shares Outstanding on Date of This Report:	
<u>Ending Balance:</u>	
Date <u>12/31/2025</u>	Common: 104,465,118
	Preferred: <u>0</u>

Example: A company with a fiscal year end of December 31st 2024, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2023 through December 31, 2024 pursuant to the tabular format above.

Any additional material details, including footnotes to the table are below:

None

B. Convertible Debt

The following is a complete list of the Company's Convertible Debt which includes all promissory notes, convertible notes, convertible debentures, or any other debt instruments convertible into a class of the issuer's equity securities. The table includes all issued or outstanding convertible debt at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this Certification.

Check this box to confirm the Company had no Convertible Debt issued or outstanding at any point during this period.

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$) (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion ⁶	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
07/01/2012	\$ 225,000	\$ 275,120	On demand	\$0.25 per share	0	1,100,480	Ronald Mills	Loan
Total Outstanding Balance:		275,120		Total Shares:	0	1,100,480		

Any additional material details, including footnotes to the table are below:

The company entered into a convertible note agreement dated July 1, 2012, with a related party for the sum of \$225,000. The note has a stated interest rate of 1.5% which is being accrued to the note. The note is convertible at any time determinable by the holder. The note has an outstanding balance at December 31, 2025 of \$275,120.

⁶ The total number of shares that can be issued upon full conversion of the Outstanding Balance. The number should not factor any "blockers" or limitations on the percentage of outstanding shares that can be owned by the Noteholder at a particular time. For purposes of this calculation, please use the current market pricing (e.g. most recent closing price, bid, etc.) of the security if conversion is based on a variable market rate.

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. Ensure that these descriptions are updated on the Company's Profile on www.OTCMarkets.com.

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

Our vision is to be the leading provider of sustainable energy solutions that bridge the gap from today's energy fuels to a better future. We are committed to offering our customers greener energy and sustainable eFuels that reduce their carbon footprint and promote environmental sustainability. We envision a future where our customers can rely on our products and services to power their homes, businesses, and communities without compromising on safety, reliability, or affordability. Our goal is to empower our customers to make responsible and informed choices that will benefit themselves, their communities, and the environment. Through innovation, collaboration, and a commitment to sustainability, we seek to create a brighter, cleaner, and more sustainable future for generations to come.

B. List any subsidiaries, parent company, or affiliated companies.

Parent Company CyberFuels Holding Company, Inc.
Direct Subsidiaries CyberFuels, Inc., Building Block Pediatric Home Health Services, and CyberFuels Trading LLC.
Wholly owned subsidiaries of CyberFuels, Inc.: CyberFuels Gateway Terminal, LLC, Tampa Bay Dredging, LLC, and Tampa Bay Canal, LLC.

C. Describe the issuers' principal products or services.

CyberFuels closed on the purchase of the **Port Tampa Green Energy Campus Terminal** effective December 29, 2023. Phase I of the new Green Energy Campus buildout includes building at least 5 new tanks to store Jet fuel and other traditional petroleum fuels as well as new sustainable eFuels.

Product Line

Currently, CyberFuels sells "All-In-One" fuel additives for gasoline, diesel, and marine fuels under the tradename, "**Dynamo™**" whose benefits include:

- Lowers exhaust emissions by approximately 20% (THC, CO, NOx, CO2, PM);
- Greatly improves fuel economy (over 20% calculated by independent third-party labs and field tests);
- Increases cetane and octane numbers;
- Improves thermal efficiency burn;
- Restores & Improves torque & power;
- Cleans and prevents all types of injectors' deposits and provides superior wear protection for pumps and injectors;
- Reduces cost of maintenance & downtime;
- Improves cold flow & cold weather starting and reduces engine noise for a smoother idle;
- Reduces carbon residue & sulfur content in diesel fuel, thereby reducing output of carbon, soot & ash, reducing DEF issues & regens, thereby reducing DEF consumption;
- Provides thermal and oxidative stability, lubricity, corrosion protection and water dispersions; and
- Corrosion Inhibitors & Lubricity Improvers work on a molecular level with surface active chemistry & long-chain molecules, approved under military specifications.

5) Issuer's Facilities

The goal of this section is to provide investors with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

Effective December 29, 2023, the Company, through various subsidiaries, acquired 10 parcels of property, totaling approximately 72 acres at Port Tampa, Florida for a cost of \$35.83 million. The acquisition includes water rights on approximately 28 acres for three parcels and land ownership of approximately 44 acres on a total of seven parcels. The land parcels are currently considered “brownfield” and the Company will look to develop these properties as expeditiously as possible.

The Company operates a month-to-month lease in Palm Beach Gardens, Florida for \$1,145 per month and a corporate office in Tampa, Florida under a 12-month lease expiring in April 2026 at a monthly lease cost of \$4,545. The Tampa lease contains a 30-day termination provision. The Company also is utilizing office space in West Palm Beach, Florida, currently on a rent-free basis, with the Company entering into a lease effective January 1, 2026.

6) All Officers, Directors, and 5% Beneficial Owners of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer’s securities.

If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide investors with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial owners.

Individual Name (First, Last) or Entity Name (Include names of control person(s) if a corporate entity)	Position/Company Affiliation (ex: CEO, ≥ 5% beneficial owner)	City and State (Include Country if outside U.S.)	Number of Shares Owned (List common, preferred, warrants and options separately)	Class of Shares Owned	Percentage of Class of Shares Owned (undiluted)
Ronald W. Mills	Director and CEO	Palm Beach Gardens, FL	1,424,068	Common	1.36%
Kevin Plescha	Chief Operating Officer	Blue Bell, Pennsylvania	0	n/a	n/a
Jacob Borg	President, CyberFuels, Inc.	West Palm Beach, Florida	0	n/a	n/a
John Lawrence	Chief Liaison Officer	Tampa, Florida	0	n/a	n/a
Spraymiser International (Kevin Krueger, President)	5%	Tampa, Florida	8,275,809	Common	7.92%

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

None

2. Been the subject of the entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, financial- or investment-related, insurance or banking activities;

None

3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, a state securities regulator of a violation of federal or state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;

None

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

None

5. Been the subject of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

None

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

None

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party to or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel

Name: Bruce Rosetto
Address 1: 5100 Town Center Circle Suite 400
Address 2: Boca Raton, FL 33486
Phone: 561-955-7600
Email: rosettob@gtlaw.com

Accountant or Auditor

Name: K, Brian Pybus
Firm: Pybus & Company Pa, CPAs
Address 1: 900 SE Federal Highway Suite 309
Address 2: Stuart, FL 34994
Phone: 561-282-1870
Email: brian@pybuscpa.com

Investor Relations

Name: Bill Robertson
Firm:
Address 1: 2401 PGA Blvd., Suite 196
Address 2: Palm Beach Gardens, FL 33410
Phone: 604-837-3835
Email: billrobertson@cyberfuelsinc.com

All other means of Investor Communication:

(Twitter): _____
Discord: _____
LinkedIn _____
Facebook: _____
[Other] _____

Other Service Providers

Provide the name of any other service provider(s) **that assisted, advised, prepared, or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

Name: Kenneth Klipper
Firm: Kenneth Klipper Consulting
Nature of Services: Consulting Services
Address 1: 2401 PGA BLVD, Suite 196
Address 2: Palm Beach Gardens, FL 33410
Phone: 617.653.4474
Email: kklipper@cyberfuelsinc.com

9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name: Kenneth Klipper
Title: Sole Proprietor
Relationship to Issuer: Consultant

B. The following financial statements were prepared in accordance with:

- IFRS
 U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name: K. Brian Pybus
Title: Accountant
Relationship to Issuer: Accountant

Describe the qualifications of the person or persons who prepared the financial statements:⁷

The compiled financial statements were prepared by a certified public accountant (Florida), see the compilation report issued with financials.

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity);
- Financial Notes

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable." Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

⁷ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Ronald W. Mills certify that:

1. I have reviewed this Disclosure Statement for CyberFuels Holding Company, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

2/4/2026

"/s/ Ronald W. Mills" [CEO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Principal Financial Officer:

I, [identify the certifying individual] certify that:

1. I have reviewed this Disclosure Statement for [identify issuer];
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

_____ [Date]

_____ [CFO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")